

# **EXHIBIT D**

THIS SUPPLEMENTAL AGREEMENT, made between

SOUTHERN RAILWAY COMPANY, a Virginia corporation, hereinafter called Railroad; and  
W. R. GRACE & CO-CONN., a Connecticut corporation, hereinafter called Industry; and

W I T N E S S E I H: That

The parties hereto agree that, effective as of the 17<sup>th</sup> day of SEPTEMBER, 1990, the written agreement dated December 15, 1980, between Railroad and Industry concerning the operation and maintenance of an industrial track 1678 feet in length at NATKA, South Carolina as supplemented by agreement dated November 7, 1983 to provide for an additional track 477 feet in length, (hereinafter together referred to as "Agreement") is hereby modified in the following manner, but not otherwise, that is to say:

1. Railroad hereby grants unto Industry the right or license to construct, maintain and use an overhead loading structure with retractable loading spout, hereinafter called "Facility," across and over an industrial track of Industry; the location of said Facility being substantially as shown on print of Drawing No. AD-0102, dated June 14, 1990, annexed hereto and made a part hereof.

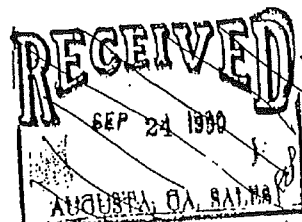
2. Industry will construct and maintain said Facility at all times during the life of said Agreement, at its sole cost and expense, in strict accord with plans and specifications (if any) shown and noted on said annexed print and such other specifications as may be reasonably prescribed by Railroad, and, moreover, in all respects in accordance with the requirements of Railroad; it being understood that the work of constructing and maintaining said Facility shall, at all times during its progress, be subject to the inspection and supervision, and upon its completion to the approval, of the duly authorized representative of Railroad.

3. Industry will maintain said Facility at all times during the life of said Agreement in such condition that said Facility or the use thereof by Industry shall not be or become an obstruction to, or interfere with, the safe and proper maintenance of said industrial track, or railroad operations upon said track, or endanger life or limb of employees of Railroad or other persons on or about said track.

4. Said Facility shall be maintained at the location indicated upon said annexed print, and shall not be relocated without the consent, in writing, of Railroad.

5. Industry proposes to construct, maintain and use said Facility with full cognizance of the risk of loss of life, personal injury or property loss or damage which may be caused by or result from railroad operations on said industrial track at the location of said Facility, or which may accrue from or by reason of the construction, installation, maintenance, presence or use of said Facility by Industry; and Industry covenants that said Facility shall be constructed, maintained and used solely at the risk of Industry, and that neither Railroad, nor any associated, controlled or affiliated corporation, shall assume any responsibility in the premises; Industry hereby specifically agreeing, notwithstanding any other provisions of said Agreement, to indemnify and save harmless Railroad, and any associated, controlled or affiliated corporation, from and against the consequences of any and all such loss, injury or damage, whether or not negligence of Railroad may have caused or contributed to such loss, injury or damage.

6. This agreement is supplemental to said Agreement and modifies the same as herein provided, but not otherwise, and said Agreement, as herein modified, shall continue in effect until terminated as therein provided.



IN WITNESS WHEREOF, the parties hereto have executed this supplemental agreement in duplicate, each part being an original, as of the 3<sup>RD</sup> day of OCTOBER, 1990.

In presence of:

*OK*  
SOUTHERN RAILWAY COMPANY,  
By

*[Signature]*  
As to Railroad

*[Signature]*  
Vice President - Transportation

In presence of:

W. R. GRACE & CO.,  
By

*[Signature]*  
As to Industry

*[Signature]*  
Emil Eichhorn  
Executive Vice President

LHG:prj  
2327c  
33458  
9-11-90



NOTE

EXISTING NEW DRAINAGE FEATURES ARE NOTED

EXISTING BUILDING

1113+88

AB-21

RAIL LINE

AIKEN COUNTY, SOUTH CAROLINA

SOUTHERN RAILWAY COMPANY  
V/S 566/6

SCALE: 1" = 50'  
0 50

REV.	DATE	BY	REVISION DESCRIPTION
SOUTHERN RAILWAY SYSTEM			
CAROLINA DIVISION			
OFFICE OF ASST. MGRS. ATLANTA, GA.			
NATKA, SOUTH CAROLINA			
TRACK SERVING			
W.R. GRACE COMPANY			
DES.	FILE NO.	DRG. NO.	DATE
DR. 525	WALMA 3651/6	AB-21	06/14/20

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